



## Agenda

- 1 Group Review
- 2 Financial Review
- 3 Divisional Review
- 4 Prospects & Conclusion

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## Group Review



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## 3-year strategy: Group progress in first 2 years

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### Actions required

### Progress from July 2011 to June 2013

#### Correct business segmentation and a flatter organisational structure

- Restructured into 3 verticals
- Removed 6 management positions & 1 management layer
- Consolidated 5 business units
- 13 legal entities deregistered/sold

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### 3-year strategy: Group progress in first 2 years



#### Actions required

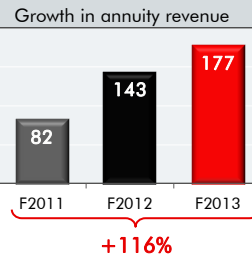
#### Progress from July 2011 to June 2013

Correct business segmentation and a flatter organisational structure

- Restructured into 3 verticals
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- 13 legal entities deregistered/sold

Focused business development, unified brand and aggressive sales funnel

- Single Jasco brand
- Order intake grew 50% from R800m to R1,2bn
- Cross-selling increased by 78%
- Annuity income up by 116%



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### 3-year strategy: Group progress in first 2 years



#### Actions required

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Focused business development, unified brand and aggressive sales funnel

- Single Jasco brand
- Order intake grew 50% from R800m to R1,2bn
- Cross-selling increased by 78%
- Annuity income up by 116%

Diversification of markets and geographies

- Expanded national & regional footprint
- 11 new product and market segments
- No customer >8% of revenue (2011: 10%)

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## 3-year strategy: Group progress in H2 F2013



### Update on last six months - focus on corrective action

Statements - Feb 2013

Progress - September 2013

#### Watch list; decisive action to be taken

<ul style="list-style-type: none"> <li>■ <b>Telecom Structures</b> – restructure complete</li> </ul>	<ul style="list-style-type: none"> <li>■ Performance improved, exit decision due to low value nature of business; (effective July 2013)</li> </ul>
<ul style="list-style-type: none"> <li>■ <b>M-TEC</b> – investment under review</li> </ul>	<ul style="list-style-type: none"> <li>■ Asset held for sale; negotiations underway</li> </ul>

#### Funding

<ul style="list-style-type: none"> <li>■ <b>Debt restructuring</b> – reduce debt-servicing commitments</li> </ul>	<ul style="list-style-type: none"> <li>■ Preference shares extended; now long term</li> <li>■ Proceeds from sale of property (received July 2013) used to settle related debt</li> </ul>
<ul style="list-style-type: none"> <li>■ <b>Continued focus on working capital</b></li> </ul>	<ul style="list-style-type: none"> <li>■ Large outflow due to higher sales &amp; Telecom Namibia</li> </ul>

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## Financial Summary



Audited (Rm)	2013	% Change	2012
<b>Revenue</b>	<b>1 151,0</b>	+16	990,0
<ul style="list-style-type: none"> <li>■ Majority of operational businesses performed well</li> </ul>			
<b>PBIT (incl. Headline adj)</b>	<b>(93,5)</b>	-400	31,2
<ul style="list-style-type: none"> <li>■ Net R114m write-offs (M-TEC, Lighting &amp; Telecom Structures impairments and loss on sale; Profit from HQ property sale); R14,4m restructuring costs</li> </ul>			
<b>EPS (cents)</b>	<b>(77,9)</b>	-601	15,6
<b>Headline EPS (cents)</b>	<b>0,3</b>	-98	16,8
<ul style="list-style-type: none"> <li>■ M-TEC underperformance</li> <li>■ Difference between EPS &amp; HEPS due to once-off impacts</li> </ul>			

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## Introduction to financial review

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## F2013 results include:

■ Lighting Structures	5 months	Sold on 1 Dec 2012
■ M-TEC	7 months	Held-for-sale - Feb 2013
■ Telecom Structures	11 months	Held-for-sale - June 2013

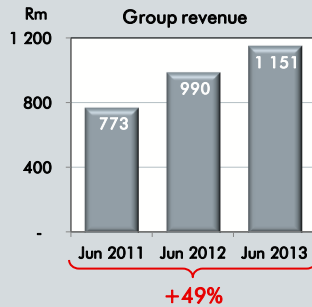
## Statement of Comprehensive Income



Audited (Rm)	2013	% Change	2012
Revenue	1 151,0	+16	990,0

### R1 billion critical mass objective achieved

■ ICT Carrier Solutions	+10%
■ ICT Enterprise Solutions	+8%
■ ICT Networks Solutions (mainly due to Telecom Namibia)	+394%
■ Industry Solutions	+14%
■ Energy Solutions	-8%



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## Statement of Comprehensive Income



Audited (Rm)	2013	% Change	2012
Revenue	1 151,0	+16	990,0
PBIT	(93,5)	-400	31,2
PBIT %	-8.1%		3.2%
PBIT (excl. once-offs, incl. restructure)	20,9	-34	31,2
PBIT %	1.8%		3.2%

- Once-offs: R114m
- Operating loss from businesses exited of R1,8m
- Restructuring costs of R14,4m

\*Excl. once-offs, restructuring costs & businesses exited (Lighting Structures & Telecoms Structures)

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## Statement of Comprehensive Income



Audited (Rm)	2013	% Change	2012
Revenue	1 151,0	+16	990,0
PBIT	(93,5)	-400	31,2
<i>PBIT %</i>	-8.1%		3.2%
<b>Net interest paid</b>	<b>(19,3)</b>	+35	(14,3)

- R11,1m on bank overdrafts (2012: R7,7m)
- R6,8m on preference shares (2012: R7,2m)
- R3,8m decrease in interest received from Transnet (2012: R3,9m)

## Statement of Comprehensive Income



Audited (Rm)	2013	% Change	2012
Revenue	1 151,0	+16	990,0
PBIT	(93,5)	-400	31,2
<i>PBIT %</i>	-8.1%		3.2%
Net interest paid	(19,3)	+35	(14,3)
<b>Share of (loss)/income from associates</b>	<b>(1,6)</b>	-116	10,2

M-TEC loss on sharp volume reduction from major customer

## Statement of Comprehensive Income



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Revenue	1 151,0	+16	990,0
PBIT	(93,5)	-400	31,2
<i>PBIT %</i>	-8.1%		3.2%
Net interest paid	(19,3)	+35	(14,3)
Share of (loss)/income from associates	(1,6)	-116	10,2
<b>(Loss)/profit before tax</b>	<b>(114,4)</b>	<b>-524</b>	<b>27,0</b>
<b>Taxation</b>	<b>7,0</b>	<b>-200</b>	<b>(7,0)</b>
<i>Effective tax rate</i>	6.1%		25.9%

- **Tax credit due to:**
  - Reversal of capital gains tax accruals – sale of head office property
  - Utilisation of historic assessed losses after restructuring of legal entities
- **Lower effective tax rate due to once-offs**

## Statement of Comprehensive Income



Audited (Rm)	2013	% Change	2012
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<i>PBIT %</i>	-8.1%		3.2%
Net interest paid	(19,3)	+35	(14,3)
Share of (loss)/income from associates	(1,6)	-116	10,2
(Loss)/profit before tax	(114,4)	-524	27,0
Taxation	7,0	-200	(7,0)
<i>Effective tax rate</i>	6.1%		25.9%
<b>(Loss)/profit for the year</b>	<b>(107,4)</b>	<b>-637</b>	<b>20,0</b>
<b>Outside shareholders interest</b>	<b>(2,6)</b>	<b>-236</b>	<b>1,9</b>
<b>(Loss)/profit attributable to ordinary shareholders</b>	<b>(110,0)</b>	<b>-602</b>	<b>21,9</b>

Outside shareholders share in profits, mainly Co-location (New Telco)



## Statement of Comprehensive Income



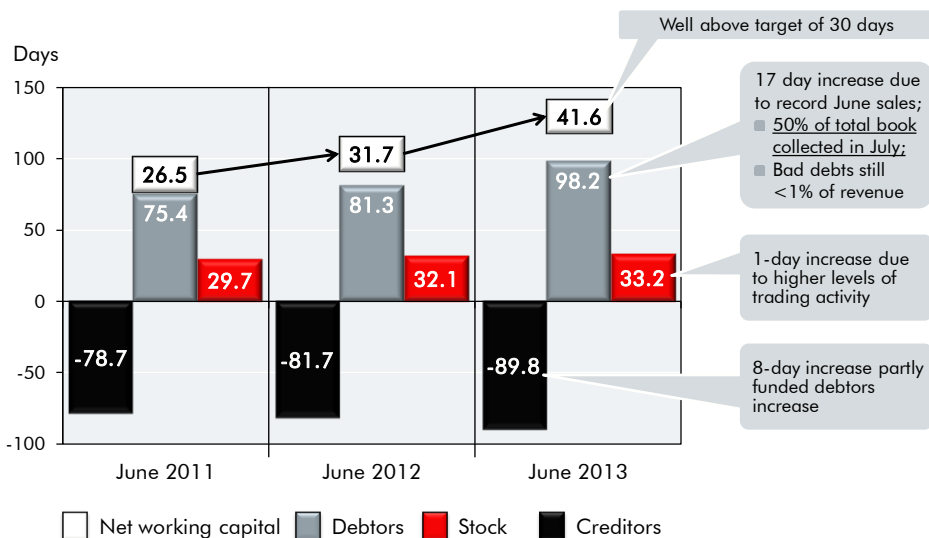
Audited	2013	% Change	2012
(Loss)/profit attributable to ord. shareholders (Rm)	(110,0)	-602	21,9
Total shares in issue (m)	146,4	-	146,4
Weighted average no. shares (m)	141,3	-	140,9
EPS (cps)	(77,9)	-601	15,6
HEPS (cps)	0,3	-98	16,8
<b>Difference between earnings &amp; headline earnings (Rm)</b>			
M-TEC - Fair value adjustment	72,5		0,4
Lighting Structures - Loss on disposal	4,8		-
- Impairment of loan	12,1		-
Telecom Structures - Impairment of goodwill	24,2		-
- Loss on exit	9,8		-
(Profit)/loss on disposal of fixed assets	(12,5)		1,4
Other	(0,3)		-
<b>Total headline earnings adjustments</b>	<b>110,5</b>		<b>1,8</b>

No dividend declared for F2013

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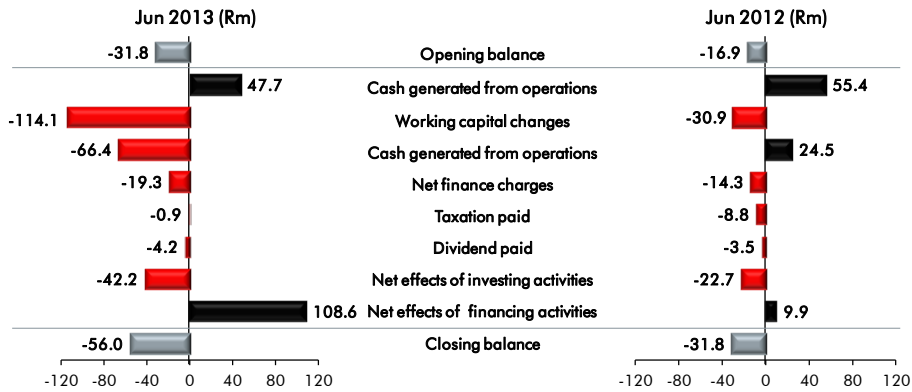
## Average Net Working Capital



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## Summarised Statement of Cash Flows

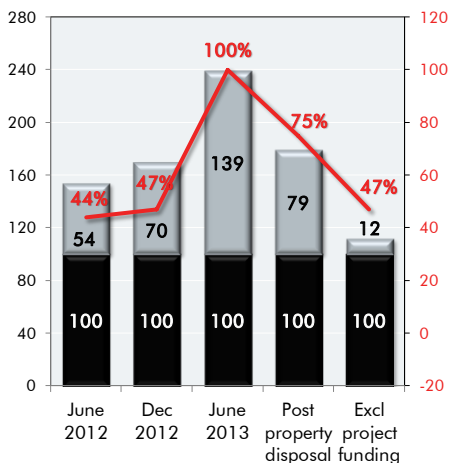


- Working capital outflow – Telecom Namibia project, funded through long-term loan
- Investing activities include:
  - R19m on de-investment of Lighting & Telecom Structures
  - R11m new plant for Electrical Manufacturers
  - R8m maintenance – mainly group IT
- Financing activities include project funding received for Telecom Namibia project
- Overdraft within facility limits

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## Net interest-bearing debt



- Net interest-bearing debt (excl. redeemable prefs)
- Interest-bearing redeemable prefs

Interest bearing debt excludes short-term banking facilities of R56m

### Equity base decreased by R110m loss

– to be partly recapitalised by planned rights issue

	Incl prefs	Excl prefs
Gearing at June 2013	100%	58%
■ Post R60m sale of property	75%	33%
■ And excl. R70,6m in project funding	47%	5%

**D:E ratio excl. project funding – max 50%**

### EBITDA interest cover

- 2.3x is below sustainable target interest cover of 3.5x in short term
- 5x on disposal of M-TEC & linked redemption of prefs

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## Divisional review



## 3-year strategy: Divisional progress up to year 2



All verticals > R350m, BU's > R150 revenue target by end of year 3 (F2014)

### ICT Solutions

<b>Strategy</b>	<ul style="list-style-type: none"> <li>■ Grow market share in a mature market</li> <li>■ Generate cash to grow all verticals</li> </ul>
<b>Delivered from July 2011 to June 2013</b>	<ul style="list-style-type: none"> <li>■ Revenue grew by 84%</li> <li>■ 6 new blue-chip customers</li> <li>■ Annuity-income +116%</li> <li>■ Exited underperforming Telecom Structures</li> <li>■ R33m cash generated (after working capital) &amp; reinvested</li> </ul>

## 3-year strategy: Divisional progress up to year 2



All verticals > R350m, BU's > R150 revenue target by end of year 3 (F2014)

	ICT Solutions	Industry Solutions
<b>Strategy</b>	<ul style="list-style-type: none"> <li>■ Grow market share in a mature market</li> <li>■ Generate cash to grow all verticals</li> </ul>	<ul style="list-style-type: none"> <li>■ Diversify and grow</li> </ul>
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## 3-year strategy: Divisional progress up to year 2

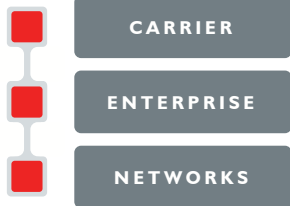


All verticals > R350m, BU's > R150 revenue target by end of year 3 (F2014)

	ICT Solutions	Industry Solutions	Energy Solutions
<b>Strategy</b>	<ul style="list-style-type: none"> <li>■ Grow market share in a mature market</li> <li>■ Generate cash to grow all verticals</li> </ul>	<ul style="list-style-type: none"> <li>■ Diversify and grow</li> </ul>	<ul style="list-style-type: none"> <li>■ Tap into vast market with growth potential</li> </ul>
<b>Delivered from July 2011 to June 2013</b>	<ul style="list-style-type: none"> <li>■ Revenue grew by 84%</li> <li>■ 6 new blue-chip customers</li> <li>■ Annuity-income +116%</li> <li>■ Exited underperforming Telecom Structures</li> <li>■ R33m cash generated (after working capital) &amp; reinvested</li> </ul>	<ul style="list-style-type: none"> <li>■ Entry into low voltage power and fire, growing in both markets</li> <li>■ 5 new market segments</li> <li>■ 4 new blue-chip clients</li> <li>■ 4 significant contracts won through inter-group collaboration</li> </ul>	<ul style="list-style-type: none"> <li>■ Expanded Electrical Manufacturers capacity to retain major customers</li> <li>■ New energy optimisation segment, with first 2 customers secured</li> <li>■ Submitted first 3 wind and solar balance of plant offers</li> <li>■ Lighting Structures exited; M-TEC held-for-sale</li> </ul>

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## Divisional review



## ICT Carrier – Results Review



Contr. to group revenue



### Majority of businesses up

Audited (Rm)	2013	% change	2012
Revenue	498,8	+10	454,4
<p>■ In line with strategy, grew market share in mature market</p>			
PBIT	56,5	+31	43,2
PBIT margin %	11.3%		9.5%

■ 2 of operating businesses performed well, Broadcast disappointed

- Carrier RF +38%
- Carrier Solutions +108%
- Broadcast -97%

■ In line with restructure, senior management overhead costs moved to HQ

## ICT Enterprise – Results Review



### Annuity revenue secured; margins still to flow through

Audited (Rm)	2013	% change	2012
Revenue	219,0	+8	203,3

- Increased volumes from new blue-chip customers despite continued slow corporate spend on technology upgrades
- Maintained 50% annuity income base

PBIT	13,8	-36	21,5
PBIT margin %	6.3%		10.6%

- Margin impacted by:
  - Change in product mix due to fluctuating demands
  - Strategic blue-chip customer wins at initial lower margins – higher-margin service business to follow from F2015
- 2012 high base due to 2 significant, once-off equipment installations
- Enterprise now on watch list to ensure productivity improvement

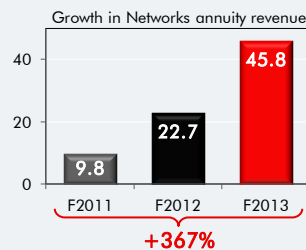
## ICT Networks – Results Review



### Growth from co-location and voice & data, largely annuity

Audited (Rm)	2013	% change	2012
Revenue	114,6	+406	+22,7

- Co-location revenue boosted by major once-off equipment sale to Telecom Namibia (R65m)
  - 5-year finance lease
  - Future annuity income secured
- Voice & data revenue, mainly annuity, grew by 74%



PBIT	(3,4)	+63	(9,4)
PBIT margin %	-3.1%		-41.5%

- Decrease in loss due to profit on Telecom Namibia sales
- Increase in future annuity will assist bottom line
- Networks now on watch list - to ensure breakeven in F2014

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## Divisional review

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## Industry Solutions – Results Review



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## Reaching targeted critical mass of &gt;R150m

Audited (Rm)	2013	% change	2012
<b>Revenue*</b>	<b>148,7</b>	+14	130,1
<ul style="list-style-type: none"> <li>■ Growth from fire &amp; new sectors off low base</li> <li>■ Full year contribution from power (Ferrotech)</li> </ul>			
<b>PBIT (incl. net interest)**</b>	<b>5,7</b>	-13	6,7
PBIT margin %**	3.9%		5.1%
<b>PBIT (excl. net interest)</b>	<b>5,7</b>	+113	2,7
PBIT margin %	3.9%		2.1%

- As expected, lower contribution from Transnet rental contract (R58k in F2013 vs R3,9m in F2012) - repayment of capital; contract ended in F2013
- Rest of business margin improved to 3.9% (2.1% in F2012) but far short of target
  - Security now on watch list to ensure margins improve on cost reductions

\* Excludes inter-company sales but includes gross interest received on Transnet rental

\*\* Includes net interest received on Transnet rental contract

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## Divisional review

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## Energy Solutions – Results Review

Contr.  
to group  
revenue

## Surpassed targeted &gt;R150m critical mass in Electrical Manufacturers

Electrical Manufacturers Audited (Rm)	2013	% change	2012
Revenue	154,0	+15	133,7
PBIT	14,7	+3	14,2
PBIT margin %	9.5%		10.6%

- Increased volumes from white goods customers at lower margins

## Lighting Structures sold effective 1 Dec 2012

Lighting Structures Audited (Rm)	2013	% change	2012
Revenue	30,3	-54	66,1
PBIT	(2,9)	-279	1,6
PBIT margin %	(9.6%)		2.4%

- 5-month contribution on exit 1 Dec 2012

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## Prospects - Divisional



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## Prospects – ICT Solutions

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Market

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### Carrier

- Niche growth anticipated in short to medium term due to:
  - LTE (4G) network roll out
  - Broadband & wireless connectivity demands
  - Increasing bandwidth in SADC

### Networks & Enterprise

- SADC – increasing demand
- SA
  - Demand for cloud solutions growing
  - Continued pressure on corporate spend

- Continued market share gains
- Growing annuity business
- New offerings developed
  - Building coverage solutions
  - IT solutions
  - Consulting services
  - Virtual machines (cloud solutions)

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**Energy**

- Demand for power across SA to remain high
- Carbon tax will drive green investment
- Medium term growth through Independent Power Producers for renewable energy
- Increasing demand for pre-payment solutions
- Consumer financially stretched
- Growth in Jasco low voltage power
- New offerings:
  - Energy optimisation: continued investment & growth
  - Off-grid solutions (PV) for industrial applications
- Investment in white goods manufacturing capacity largely complete
- IPP balance of plant offers submitted

**Industry**

- Industrial energy optimisation gaining traction

4b

Conclusion



## Looking forward - focus areas



### Last year of 3-year restructuring strategy

#### Key focus areas

#### Actions to achieve these

##### Improve funding position & reduce interest burden

- M-TEC exit to settle pref shares & reduce interest charge
- Planned rights issue (R30m-R60m)
- Bond programme to be registered for possible future use

##### Exit low-value manufacturing systematically

- Finalise sale of M-TEC
- Exit other small non-core manufacturing activities, such as automotive, leisure and plugs, during F2014

##### Watch list

- Energy & Industry – Security: Overheads to be aligned to revenue
- ICT – Networks: Focus on revenue growth and cost containment
- ICT – Enterprise: Improve productivity

##### Improve earnings

- Complete restructure programme (costs tapering off in H2 F2014)
- Consolidation of procurement
- Improvement in working capital

## Conclusion



Decisive action taken on non-performing areas



New core business base positioned for growth



Further restructuring costs to impact especially H1 F2014



H2 F2014 to show improvement; full benefits of 3-year restructure from F2015

## Questions & answers



## Disclaimer



This presentation which sets out the year end results for Jasco Electronics Holdings Limited for the year ended 30 June 2013 contains 'forward-looking statements', which have not been reviewed or reported on by the Group's auditors, with respect to the Group's financial condition, results of operations and businesses and certain of the Group's plans and objectives. In particular, such forward looking statements include statements relating to, amongst others, the Group's future performance; future capital expenditures, acquisitions, divestitures, expenses, revenues, financial conditions, dividend policy, and future prospects; business and management strategies relating to the expansion and growth of the Group; the effects of regulation of the Group's businesses by governments in the countries in which it operates; expectations regarding the operating environment and market conditions.

The summarised consolidated audited financial statements have been prepared in accordance with the International Financial Reporting Standard (IFRS), the AC500 standards as issued by the Accounting Practices Board and the presentation and disclosure requirements of IAS34 (Interim Financial Reporting), the Listings Requirements of the JSE Limited and the Companies Act (2008) of South Africa. The accounting policies and methods of computation used in the preparation of this report are consistent with those of the previous year. These summarised consolidated financial statements and the financial overview information, which were derived from the underlying audited consolidated financial statements for the year ended 30 June 2013, have not been audited. The directors take full responsibility for the preparation of the summarised report and the financial overview information has been correctly extracted from the underlying audited financial statements. The auditors, Ernst and Young Inc, have audited the annual financial statements for the year ended 30 June 2013 from which this summarised report has been derived and on which an unmodified opinion was expressed.

Forward-looking statements are sometimes, but not always, identified by their use of a date in the future or such words as 'will', 'anticipates', 'aims', 'could', 'may', 'should', 'expects', 'believes', 'intends', 'plans' or 'targets'. By their nature, forward-looking statements are inherently predictive, speculative and involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future, involve known and unknown risks, uncertainties and other facts or factors which may cause the actual results, performance or achievements of the Group, or its industry to be materially different from any results, performance or achievement expressed or implied by such forward-looking statements.

Forward-looking statements are not guarantees of future performance and are based on assumptions regarding the Group's present and future business strategies and the environments in which it operates now and in the future. Undue reliance should not be placed on such statements and opinions because by nature, they are subjective to known and unknown risk and uncertainties and can be affected by other factors that could cause actual results and Group plans and objectives to differ materially from those expressed or implied in the forward looking statements. Neither the Group nor any of its respective affiliates, advisors or representatives shall have any liability whatsoever (based on negligence or otherwise) for any loss howsoever arising from any use of this presentation or its contents or otherwise arising in connection with this presentation and do not undertake to publicly update or revise any of its opinions or forward looking statements whether to reflect new information or future events or circumstances otherwise.

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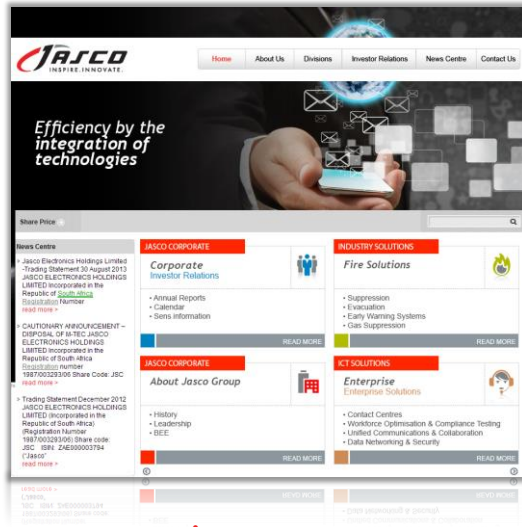
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